

LAW OFFICES

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October 18, 2011

Re: *James Ryals, Jr., et al. v. HireRight Solutions, Inc., et al.*
Case No. 3:09cv625
Bahir Smith, et al. v. HireRight Solutions, Inc., et al.
Case No. 09-6007
O'Neil Henderson, et al. v. HireRight Solutions, Inc., et al.
Case No. 10-00459

STATEMENT FOR LEGAL SERVICES RENDERED

November 2009 Meet w/SD & DAS at CLS to discuss case theories, review files; Meet w/paralegal AB to go over new case, docs; Meet w/client DAS & SD at CLS for explanation of case, signing up; meet w/DAS after; Pre-filing and case intake; Review all client file documents and case intake; review and respond to e-mail correspondence.

25.50 Hours (JAF)

0.50 Hours (JS)

December 2009 Review file for editing, revising complaint; edit and revise complaint; Pre-trial and intake---review all client docs and summaries prepared by CLS; meet with co-counsel re preparation of case, selection of claims, theory of liability; meet with MDM re the same, re our firm's role involvement; review and respond to e-mail correspondence.

19.40 Hours (JAF)

2.60 Hours (MDM)

0.20 Hours (DS)

January 2010 Review, edit, draft and revise Class Action Complaint; t/cs and conferences with co-counsel DAS re the same; continue review of client documents; Review draft complaint; telephone conference with SD and DAS; review and respond to e-mail correspondence.

23.30 Hours (JAF)

March 2010 Review Defendant's Motion to Dismiss; pull and read cases cited; meet and discuss with co-counsel; draft outline of response argument; review and respond to e-mail correspondence.

22.20 Hours (JAF)

April 2010 Draft, edit and revise Plaintiff's Response to Defendant's Motion to Dismiss; Review Defendant's Motion to Dismiss; pull and research cases, citations; prepare outline of response argument; review and respond to e-mail correspondence.

31.10 Hours (JAF)

May 2010 Review Defendant's Motion to Transfer Venue; outline argument response; draft, edit and revise Plaintiff's MOL in response and opposition to Defendant's Motion to Transfer Venue; Review Defendant's Motion to Transfer Venue; read cases cited; prepare response outline memo; draft, edit and revise plaintiff's response MOL re Defendant's MTV; meetings with DAS re the same; review and respond to e-mail correspondence.

37.20 Hours (JAF)

3.30 Hours (MDM)

June 2010 Rev. Courts decision re transfer case to OK; Review Court's decision transferring case to Oklahoma; discuss ramifications with co-counsel; ascertain and locate local counsel; review local court rules; get admitted to Oklahoma federal court; review N.D. OK FCRA decisions/class action jurisprudence; research decisions from judge on same topics; Review court's order granting Defendant's Motion to Transfer venue to OK; pull cases; meet with JS re the decision; Review court's order and memoranda transferring case to the ND OK; meet with co-counsel re implications/ramifications; secure local counsel for pro hac/waiving in; handle all requirements for being admitted to court; review and respond to e-mail correspondence.

38.50 Hours (JAF)

1.40 Hours (MDM)

0.30 Hours (DS)

July 2010 Draft edit revise plaintiff's discovery requests; review. all orders from ND OK; review. Procedures for pro hac/admission; meet with paralegal AB re the same; draft interrogatories and RPD for co counsel; Rev. All orders from ND OK; rev. procedures for pro hac/admission; meet with paralegal AB re the same; review Defendant's Answer to Complaint and Affirmative Defenses; review and respond to e-mail correspondence.

29.20Hours (JAF)

7.20 Hours (TAM)

0.30 Hours (DS)

August 2010 Review case mem plan/emails re: same; Review letter and self executing disclosure CD for DAS; telephone conference with Lenn Bennett reg: his Ryals case, mediation, collaboration, review Ryals materials; Rev case mem plan/emails re same; Review letter and self executing disclosure CD for DAS; telephone conference with Len Bennett reg: his Ryals case, mediation, collaboration, review Ryals materials; review and respond to e-mail correspondence.

20.00 Hours (JAF)

0.30 Hours (TAM)

September 2010 Telephone conference with DAS & CLS re tomorrows conference strategy; review Ryals docket; Attend pre-mediation meeting at Donnovan Searles w. LB & Ohio counsel; meet with co-counsel in advance; prepare for meeting; telephone conference with JG, DAS & SD re plan for upcoming mediation; yesterday's meeting; Rev email from Rod Fliegel re DAS absence plan while away; discuss w/ MDM; Emails with LN re setting up call; Meet with JS & MDM re Thursday meeting; case developments, Len Bennett & Getting a plan moving forward; T/C with Len Bennett, Sharon Dietrich and JS; telephone conference with Len Bennett re Ryals case; review Ryals docs; telephone conference with DAS re call w/ LB; telephone conference with co-counsel & LB re Ryals case & Working together ; mediation; review Ryals docket; Follow up with LB, DAS re call next week; Multiple telephone conference with DAS & LB re mediation; rev. Emails from Len Bennett; telephone conference with Len Bennett re Ryals case; review Ryals docs; telephone conference with DAS re call w/ LB; telephone conference with co-counsel & LB re Ryals case & Working together ; mediation; review Ryals docket; Follow up with LB & DAS re call next week; Multiple telephone conference with DAS & LB re mediation; rev. Emails from Len Bennett; review and respond to e-mail correspondence.

39.80 Hours (JAF)

11.60 Hours (MDM)

13.10 Hours (JS)

4.60 Hours (TAM)

October 2010

Review list of potential mediators; communicate to co-counsel my views on potential mediators; Conference call with Rod Fleagle and co-counsel; Draft, edit and revise written discovery requests; Travel to DC; attend mediation; meet with all co-counsel in case; Attend mediation; travel back from DC; Lunch meeting with DAS and Sharon Dietrich regarding mediation; Review Ryals document production (thousands of pages) in advance of mediation; review Hireright representatives and witnesses and deposition videos from Ohio litigation; review and respond to e-mail correspondence.

48.00 Hours (JAF)

3.30 Hours (MDM)

7.80 Hours (JS)

0.40 Hours (DS)

November 2010

Travel to DC to meet with co-counsel in prep for tomorrow's mediation; meet with co-counsel and prep for mediation; Prepare for mediation in DC day 3; assemble materials; prepare agenda; review Sharon Dietrich memo on possible relief/practice changes; Attend mediation; meet with co-counsel DAS after to run through strategy to deal with impasse; Travel back from mediation/DC; Meet with JS and MDM to bring them up to speed on the mediation; discuss strategy for conference call tomorrow; t/c with LB re call with Bowman, call tomorrow with mediator; meet with EN re coming to DC on Fri, background of case; review SD memo on possible procedural changes; t/conf with SD, DAS re practice change aspect of the demand, 1681e(b) claim; make travel arrangements; review Remedial Relief Memo, Lifecycle Notice, AOPC's file layout; review and respond to e-mail correspondence.

45.60 Hours (JAF)

3.30 Hours (MDM)

10.00 Hours (JS)

32.50 Hours (EAN)

0.20 Hours (DS)

December 2010

Continue settlement negotiations with mediator post mediation; with DAS re yesterday's call; t/c with Len Bennett re approach for call with mediator this Friday; meet with JS re the same; T/c with mediator Eric Green and LB re update from call with defense counsel; T/c with LB and mediator; mediator never called in; t/c to SD to update her on calls; misc calls with LB re strategy/status of negotiations; T/c with DAS and LB re call with mediator last night; conf call with mediator; review and respond to e-mail correspondence.

30.20 Hours (JAF)

3.70 Hours (EAN)

January 2011

Telephone calls with co-counsel SD, DAS & JG; Conf Call with co-counsel re update on settlement negotiations, strategy; T/c with Matt Dooley re update on telephone mediation progress with LB and Eric Green; review correspondence from LB regarding recent discussions with Hireright counsel; T/conf with LB re calls with G. Bowman, considerations/agenda for Tuesday mediation; T/C with David Searles re: status of mediation; T/C with Len Bennett re: mediation strategy; receive and review e-mails from co-counsel; T/conf with co-counsel re Tues mediation; make travel arrangements; Travel to DC for mediation tomorrow; meet with DAS, EN and SD in advance of dinner; meet with all co-counsel at dinner to prepare for tomorrow; Prepare for continued mediation and travel to DC; travel to DC with co-counsel DAS, SD, JG and EN; meet with all co-counsel in preparation for tomorrow's mediation; Attend mediation in DC; travel back from mediation; Attend another day of mediation at Williams & Connolly; meet with co-counsel for breakfast to go over our group's position; travel back from DC; Review draft MOU from both GB and DAS; draft and respond to correspondence from co-counsel regarding assignments for notice, preliminary approval and finalization of settlement agreement; review term sheet notes to compare; Review MOU; meet with Erin about deadline for drafting; review DAS draft motion to consolidate and Greg Bowman's response; agree for Dave to take first draft at settlement agreement; review and respond to e-mail correspondence.

64.30 Hours (JAF)

5.00 Hours (MDM)

39.20 Hours (EAN)

0.70 Hours (JS)

February 2011

Review, edit and revise draft settlement agreement; t/cs with co-counsel Searles, meeting with EN re notice, term sheet; review CLS write up on class plaintiffs; T/C with DAS regarding Len Bennett review of documents; review and respond to e-mail correspondence.

28.30 Hours (JAF)

2.80 Hours (MDM)

1.30 Hours (EAN)

1.70 Hours (JS)

March 2011

Conf call with co-counsel re individual cases; Meet with TM re assembly of individual case files/summaries for evaluation; telephone conference with with DAS re the same; Meet with DAS and Erin in conference room to go over settlement agreement, issues that Dave has with the defendant's draft of the settlement agreement and a list of issues to communicate with LB; T/C with Erin and DAS regarding assignments moving forward; Review all submitted materials in connection with individual case settlements; distribute and assign individual cases to lawyers in our firm for individual evaluation and assessment; T/C with DAS regarding status of settlement agreement; T/C with DAS re: Settlement Agreement and edits to same; Edit and revise settlement agreement; prepare informal outline of events regarding the sending of notice; review and evaluate case files of Perrine and Sheppard; draft memo to files; conference with JAF re : same; review correspondence and memo from Anthony Pecora re: individual Hireright cases; review and evaluate case files of Good and Washington; draft memo to files; conference with JAF re: same; assemble summary of individual cases against Hireright; make copies of all documents; create index for binder; create binder; review and respond to e-mail correspondence.

23.50 Hours (JAF)

7.90 Hours (MDM)

6.60 Hours (EAN)

2.40 Hours (TAM)

April 2011

Begin F&M firm review/determination of individual plaintiff case settlement values; assemble all documents and gather all client related information; meet with each firm lawyer, MDM, JS, GG, GHB and EN re assignment, criteria for evaluation, process, and assigned cases; speak with co-counsel about setting up protocol and methodology for review, information and write ups needed for each case; Review evaluations for individual case settlements; discuss with Erin; go over Matrix all case files and each firm's individual case assessments; Telephone conference with all counsel regarding procedure for our firm's assessment of individual case values; talk with Len Bennett; prepare for call; Hireright Conference Call - go over protocol for providing evaluations of individual cases; settlement agreement status; review all claims; prep for call; T/C with Sharon Dietrich regarding CLS's case settlement evaluation numbers; update master matrix and data sheets; go over settlement evaluations with Tina and give her instructions for updating the Matrix; Meet with Erin and go over individual case files to modify and revise proposed evaluation numbers; go through each individual plaintiff's case file and make notes on master matrix regarding reasons for our evaluations and adjustments; Review final numbers for individual case evaluations; meet with Erin regarding the same; distribute numbers to co-counsel; draft

correspondence to co-counsel regarding final evaluations and how to proceed from here; review and evaluate individual cases of Stinson, Ramos, Simpson and Rozier- from March 28-April 1; review and respond to e-mail correspondence.

51.90 Hours (JAF)

30.60 Hours (MDM)

16.00 Hours (GHB)

31.10 Hours (EAN)

3.20 Hours (TAM)

June 2011

Review e-mails regarding status of settlement documents; t/c and e-mails with LB; Review latest changes to settlement agreement and Bennett email; review Bennett top 8 issues with Hireright changes, review practice changes section; t/conf with co-counsel; meet with EN re the same; Review latest settlement agreement, email to settlement administrator, timeline; discuss with MDM; Review Donovan Searles proposed objector language; discuss with co-counsel; Review e-mail from Sharon Dietrch regarding implementation of Settlement Agreement; Review latest edits/revisions to settlement agreement from LB; t/c with SD and JG re their concerns; draft response to Bennett email identifying the issues and concerns and what we would need to see for assurance; discuss with MDM; Review latest edits to settlement agreement and defendant's edits; t/c with Len Bennett; Edit/revise settlement agreement language re practice changes; numerous emails and tc/s with GB defense counsel and co-counsel; T/c with Greg Bowman; review most recent modification to practice changes paragraph; emails with LB, JG co-counsel; T/c with Greg Bowman re last minute modifications; r/r emails from co-counsel re final changes; agree on final language; review and respond to e-mail correspondence.

19.90 Hours (JAF)

8.20 Hours (MDM)

2.20 Hours (JS)

5.90 Hours (EAN)

1.50 Hours (TAM)

July 2011

Work on landing pages for class members after dissemination of notice; multiple telephone calls with web developer regarding handling inquires and designing landing pages for class member inquires; multiple meetings with MDM and telephone conferences with co-counsel regarding same; review, revise, motion to consolidate, review VA law, sample motions; draft motion to transfer, review, revise, highlight motion, confer w/in firm, research OK law; review and respond to e-mail correspondence.

28.60 Hours (JAF)

9.50 Hours (MDM)
51.80 Hours (EAN)
1.20 Hours (TAM)

August 2011

Edit firm bio, draft landing pages; draft and revise protocols for firm answering calls from class members; telephone calls with web designer regarding the same; meet with MDM regarding landing pages for trucker inquires and class member questions; Work in progress - copy all of the descriptions from August 3, 2011 time entries; Telephone conferences with co-counsel regarding fielding inquires and on-line claim submissions and questions; revise and edit bio; edit and revise landing pages; edit and revise protocols for firm answering calls from class members; follow up calls with web designers regarding the same; Review all settlement documents for the reviewing and editing of notice of protocol and web developer; Review inquires for two class members; meet with paralegal TM regarding questions; address protocols for staff and instructions that stuff should be giving the class members regarding inquires; review and respond to e-mail correspondence.

27.60 Hours (JAF)
3.50 Hours (MDM)
5.70 Hours (EAN)
0.60 Hours (TAM)
0.30 Hours (DS)

September 2011

Review objections from class members; telephone conference with counsel regarding dividing up objections and division of assignments to co-counsel; handle calls & inquires from class members inquiring about settlement and opt-out rights; discuss same with EN; review and respond to e-mail correspondence.

14.10 Hours (JAF)
3.60 Hours (EAN)
4.90 Hours (TAM)

October 2011

Meet with TM and EN regarding preparation of time and expense records for submission in connection with fee petition; begin reviewing time sheets; Review proposed redactions from defense counsel Greg Bowman regarding class member letters; discussion with EN regarding same; Review all correspondence from co-counsel Len Bennett and other co-counsel regarding objections and opt outs and fee petition; Telephone calls with Len Bennett and co-counsel regarding claim forms and pulling together fee and expense records; Begin review of Claim Forms for assigned disks; Meet with EN re firm's assigned task of responding to

objectors/objections to settlement; review objections; go over protocol for responding to misinformed section 1681k class members who are seeking actual damages; review and respond to e-mail correspondence.

37.60 Hours (JAF)
37.30 Hours (EAN)
2.40 Hours (TAM)

November 2011 (Anticipated) Prepare for final approval hearing, confer w/in firm, review final approval motion; travel to attend, prepare for final approval meeting; attend final approval hearing, confer w/ co-counsel, travel from final approval hearing to Philadelphia; review and respond to e-mail correspondence.

33.2 Hours (EAN)

TOTAL FEES:

1,150.10 hours @ Firm's hourly rates
(\$325 - \$525 for attorneys and \$150 - \$175 for paralegals) **\$536,215.00**

Costs: Travel/conferences/lodging
Administration Fees to Practice in Local Courts **\$7,928.87**

Westlaw Legal Research **\$3,792.45**
Copying Costs **\$29.55**

TOTAL COSTS: **\$11,750.87**

TOTAL BALANCE DUE: **\$547,965.87**